

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

CHARTER COMMUNICATIONS, INC.  
(Exact Name of Registrant as Specified in its Charter)

DELAWARE  
(State of Incorporation or Organization)

43-1857213  
(I.R.S. Employer Identification no.)

12444 POWERSCOURT DRIVE  
ST. LOUIS, MISSOURI  
(Address of Principal Executive Offices)

63131  
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box. [X]

Securities Act registration statement file number to which this form relates:  
333-83887

Securities to be registered pursuant to Section 12(b) of the Act: None

Securities to be registered pursuant to Section 12(g) of the Act:

CLASS A COMMON STOCK, \$0.001 PAR VALUE PER SHARE  
(Title of Class)

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## INFORMATION REQUIRED IN REGISTRATION STATEMENT

## ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

A description of the Class A common stock, par value \$.001 per share (the "Common Stock"), of Charter Communications, Inc. (the "Registrant") will be contained in a prospectus, constituting part of the Registrant's Registration Statement on Form S-1 (File No. 333-83887) relating to the Common Stock, to be filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended (such prospectus as filed pursuant to Rule 424(b), the "Prospectus"). The description of the Common Stock contained in the Prospectus is hereby incorporated by reference into this Form 8-A.

## ITEM 2. EXHIBITS.

3.1 Restated Certificate of Incorporation of the Registrant\*

3.2 Bylaws of the Registrant\*

4.1 Specimen of certificate representing the Common Stock\*

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\* Incorporated by reference to the Registrant's Registration Statement on Form S-1 (File No. 333-83887).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

CHARTER COMMUNICATIONS, INC.

Date: November 3, 1999

By: /s/ CURTIS S. SHAW

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Curtis S. Shaw  
Senior Vice President, General  
Counsel and Secretary

## EXHIBIT INDEX

Exhibit No.	Description
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